

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

BLUEPRINT CAPITAL ADVISORS,
LLC,

Plaintiff,

v.

PHILIP MURPHY, in his official capacity
as Governor of the State of New Jersey,
STATE OF NEW JERSEY DIVISION OF
INVESTMENT, BLACKROCK, INC.,
BLACKROCK ALTERNATIVE
ADVISORS, CLIFFWATER, LLC,
TIMOTHY WALSH, OWL ROCK
CAPITAL CORPORATION,
SAMANTHA ROSENSTOCK, JASON
MACDONALD, CHRISTOPHER
MCDONOUGH, COREY AMON, DINI
AJMANI, DERRICK GREENE,
GEORGE HELMY, and MATTHEW
PLATKIN, in their individual and
professional capacities,

Defendants.

Civil Action No. 2:20-cv-07663 (JXN) (ESK)

ORDER

NEALS, District Judge:

THIS MATTER comes before the Court on the following: Plaintiff Blueprint Capital Advisors, LLC’s (“Plaintiff” or “BCA”) Appeals of the Magistrate Judge decisions (ECF Nos. 115, 117); Defendant Timothy Walsh’s Motion to Dismiss or to Compel Arbitration; (ECF No. 123); Defendants BlackRock, Inc.’s and BlackRock Alternative Advisors’ Motion to Dismiss the Amended Complaint (“BlackRock Defendants”) (ECF No. 125); Defendant Cliffwater, LLC’s Motion to Dismiss the Amended Complaint (ECF No. 126); the Motion to Dismiss the Amended Complaint filed on behalf of Defendants Philip Murphy, State of New Jersey Division of

Investment (“DOI”), Jason MacDonald, Christopher McDonough, Corey Amon, Dini Ajmani, Derrick Greene, George Helmy, and Matthew Platkin (collectively, the “State Defendants”) (ECF No. 128); Defendant Owl Rock Capital Corporation’s Motion to Dismiss the Amended Complaint (ECF No. 129), and Defendant Samantha Rosenstock’s Motion to Dismiss the Amended Complaint (ECF No. 130). Plaintiff BCA filed its opposition to the various motions (ECF Nos. 138, 139). Defendants in turn filed their respective replies, Rosenstock (ECF No. 142); Cliffwater (ECF No. 143); Owl Rock (ECF No. 144); State Defendants (ECF No. 145); BlackRock Defendants (ECF No. 146); and Walsh (ECF No. 147). The Court exercises jurisdiction over this matter pursuant to 28 U.S.C. §§ 1331 and 1343, and supplemental subject matter jurisdiction over Plaintiff’s related state claims pursuant to 28 U.S.C. § 1367(a). Venue is proper in this district pursuant to 28 U.S.C. § 1391(b). The Court has carefully considered the parties’ written and oral arguments. For the reasons stated in the accompanying Opinion,

IT IS on this 23rd day of December 2022,

ORDERED the breach of contract claim within Count Three against DOI, as an agency or instrumentality of the State of New Jersey, is **DISMISSED WITH PREJUDICE** (Opinion at 25); and it is further

ORDERED that Counts Seven, Eight, Fourteen, Twenty, Twenty-One and Twenty-Two are **DISMISSED WITH PREJUDICE** *only to the degree* that they are brought against the remaining State Defendants seeking damages in their official capacities (*id.*); and it is further

ORDERED that Counts Nine, Ten, Eleven, and Twelve are **DISMISSED WITH PREJUDICE** *only to the degree* that they are brought against the State Defendants in their official capacities (*id.* at 25-26); and it is further

ORDERED that Count One of Plaintiff's Amended Complaint is **DISMISSED WITH PREJUDICE** insofar as it is asserted against the DOI (*id.* at 32); and it is further

ORDERED that Count One is **DISMISSED WITHOUT PREJUDICE** as to Defendant Governor Murphy (*id.* at 34); and it is further

ORDERED that Defendants' motion to dismiss Counts One and Five are **DENIED** (*id.*). These Counts will proceed as to the State Defendants in their individual capacities; and it is further

ORDERED that Defendants' motion to dismiss Count Four is **GRANTED** and Count Four is **DISMISSED WITH PREJUDICE** as those claims merge with Count Five (*id.* at 34); and it is further

ORDERED that Defendants' motion to dismiss Count Six is **DENIED** (*id.* at 39); and it is further

ORDERED that Defendants' motion to dismiss based on qualified immunity is **DENIED** (*id.* at 40); and it is further

ORDERED that Defendants' motion to dismiss Plaintiff's Takings Clause claim against the DOI, as an agency of the State of New Jersey, at Count Two of the Amended Complaint is **GRANTED** and Count Two is **DISMISSED WITH PREJUDICE** (*id.* at 43); and it is further

ORDERED that Defendants' motion to dismiss Counts Seven and Eight is **DENIED** (*id.* at 44); and it is further

ORDERED that Defendants' motion to dismiss Counts Nine, Ten, Eleven and Twelve is **DENIED** (*id.* at 56); and it is further

ORDERED that Defendants' motion to dismiss Count Thirteen is **DENIED** (*id.* at 60); and it is further

ORDERED that Defendants' motion to dismiss Count Fourteen is **DENIED** (*id.* at 67); and it is further

ORDERED that Defendants' motion to dismiss Count Fifteen is **DENIED** (*id.* at 70); and it is further

ORDERED that Defendants' motion to dismiss Count Sixteen is **DENIED** (*id.* at 73); and it is further

ORDERED that Defendant Cliffwater's motion to dismiss Plaintiff's breach of contract claim at Count Seventeen is **DENIED** (*id.* at 76); and it is further

ORDERED that Defendant Walsh's motion to dismiss Count Eighteen is **GRANTED** and Count Eighteen is **DISMISSED WITHOUT PREJUDICE** (*id.* at 81); and it is further

ORDERED that Defendant Walsh's motion to dismiss Count Nineteen is **DENIED** (*id.* at 82); and it is further

ORDERED that Defendant Walsh's motion to dismiss on the basis of arbitrability is **DENIED** (*id.* at 87); and it is further

ORDERED that Defendants' motion to dismiss Count Twenty is **DENIED** (*id.* at 87); and it is further

ORDERED that Defendants' motion to dismiss Count Twenty-One is **DENIED** (*id.* at 93); and it is further

ORDERED that Defendants' motion to dismiss Count Twenty-Two is **DENIED** (*id.* at 95); and it is further

ORDERED that Defendants' motion to dismiss Counts Fourteen, Twenty and Twenty-Two are **GRANTED**, and Counts Fourteen, Twenty and Twenty-Two are **DISMISSED WITH PREJUDICE** as to Defendants McDonough and MacDonald (*id.* at 101); and it is further

ORDERED that Defendants' motion to dismiss Counts Fourteen, Twenty and Twenty-Two is **GRANTED**, and Counts Fourteen, Twenty and Twenty-Two are **DISMISSED WITH PREJUDICE** as to Defendant Rosenstock (*id.* at 102). For ease of reference, Defendants' motions to dismiss (ECF Nos. 123, 125, 126, 128, 129, and 130) are **GRANTED in part and DENIED in part**, and Plaintiff's Appeals (ECF No. 115, 170) are **DENIED AS MOOT** based on the Court's rulings on Defendants' motions.

s/ Julien Xavier Neals
JULIEN XAVIER NEALS
United States District Judge